

U.S. Department of Commerce

| (IMBRIA) (HATI BERHA (HATI BERHA) (AN | | | | |
|---|---|--|--|--|
| To the Honorable Commissioner of Patents and Trademarks: riegse record the automatical | 7375 reof: | | | |
| Name of conveying party(ies) American Promotional Events, Inc. | Name and address of receiving party(ies): Name: Wells Fargo Bank | | | |
| 4.25.02 | Internal Address: | | | |
| | Street Address: 1000 Lakes Drive, Suite 250 City: West Covina State: CA Zip: 91790 | | | |
| Individual(s) Association General Partnership Limited Partnership | City: West Covina State: CA Zip: 91790 | | | |
| X Corporation - State Alabama | Individual(s) citizenship | | | |
| 041 | X Association National Association | | | |
| Other | General Partnership: | | | |
| Additional name(s) of conveying Party(ies) attached? | Limited Partnership: | | | |
| Yes X No | Corporation - State: | | | |
| | Other | | | |
| | | | | |
| 3. Nature of conveyance: | If assignee is not domiciled in the United States, a domestic | | | |
| Assignment Merger | representative designation is attached: Yes No | | | |
| X Security Agreement Change of Name | (Designation must be a separate document from Assignment) | | | |
| Other | Additional Name(s) & address(es) attached: | | | |
| Execution Date: April 19, 2002 | Yes X No | | | |
| | | | | |
| 4. Application number(s) or registration number(s):A. Trademark Application No.(s): 75/572,477 | B. Trademark Registration No.(s): 1,166,448 | | | |
| | W | | | |
| Additional numbers attached? | X Yes No | | | |
| Name and address of party to whom correspondence concerning documents should be mailed: Name: Mandy Robertson-Bora | 6. Total number of applications and registrations involved: 12 | | | |
| Internal Address: Gibson, Dunn & Crutcher LLP | 7. Total fee (37 CFR 3.41): \$ 315.00 | | | |
| Suite 4000 | X Enclosed | | | |
| Street Address: 2029 Century Park East | Authorized to be charged to deposit account | | | |
| City Los Angeles State CA Zip 90067 | 8. Deposit account number: (Attach duplicate copy of this page if paying be deposit account) | | | |
| TO NO | T LICE THIS SPACE | | | |
| | OT USE THIS SPACE | | | |
| To the best of my knowledge and belief, the foregoing information is | s true and correct and any attached copy is a true copy of the original document. | | | |
| ~ , | Dilt Bala | | | |
| Mandy Robertson-Bora Mundy | Kut-DM April 25, 2002 | | | |
| Name of Person Signing | Signature/ Date The Signature | | | |
| Total number of pages i | Signature Date Date including cover sheet, attachments and document: 6 | | | |
| | 28 0 2 0 | | | |
| OMB No. 0651-0011 | | | | |
| Do not Mail documents to be recorded with required cover sheet information to: | ot detach this portion | | | |
| U.S. Patent and Traden | nark Office. Assignment Division | | | |
| Box Assignments | 31 | | | |
| Washington, D.C. 2023 | | | | |
| Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for re-ewing this document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademand Office, Office of Information Systems, PK2- | | | | |
| needed, and completing and reviewing the sample cover sheet. Send comments regarding 1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperw | | | | |
| Toole, manington, D.C. 20221, and to the office of the desired | | | | |

REEL: 002504 FRAME: 0340

ADDITIONAL TRADEMARKS

1. Federal Trademark and Service Mark Registrations.

| Trademark/Service Mark | Registration No. | Registration Date |
|------------------------------|------------------|-------------------|
| Freedom Fireworks | 828,103 | 5/2/1967 |
| Freedom Fireworks and Design | 1,728,583 | 10/27/1992 |
| Freedom Fireworks and Design | 2,290,951 | 11/09/1999 |
| Mad Dog | 2,250,715 | 6/8/1999 |
| Monster | 1,882,080 | 3/7/1995 |
| OK Fireworks | 2,043,091 | 3/11/1997 |
| Red Devil | 857,753 | 10/1/1968 |
| TNT | 1,486,863 | 5/3/1998 |

2. Trademark and Service Mark Applications for Federal Registration.

| Trademark/Service Mark | Serial No. | Filing Date |
|------------------------|------------|-------------|
| TNT Fireworks | 78/088,890 | 10/17/2001 |
| TNT Fireworks, Inc. | 76/090,310 | 7/17/2000 |

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TRADEMARK REEL: 002504 FRAME: 0341

NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS

NOTICE IS HEREBY GIVEN that AMERICAN PROMOTIONAL EVENTS, INC., an Alabama corporation (the "Grantor") with an office located at 4511 Helton Drive, Florence, Alabama 35630 and Wells Fargo Bank, National Association (the "Agent"), on behalf of certain lenders (collectively, the "Secured Parties"), have entered into a Security Agreement dated as of April 19, 2002 (the "Security Agreement").

Pursuant to the Security Agreement, the Grantor has conveyed, pledged, assigned and transferred to the Agent, for the equal and ratable benefit of the Secured Parties, and has granted to the Agent, for the equal and ratable benefit of the Secured Parties, a security interest in, (a) the registered patents, applications for registration of patents, and licenses of registered patents listed in Schedule A hereto, and (b) the registered trademarks and service marks, applications for registration of trademarks and service marks, and licenses of registered trademarks and service marks listed in Schedule B hereto, together with the goodwill of the business symbolized thereby, to secure the prompt payment, performance and observance of the Secured Obligations as defined in the Security Agreement.

The Commissioner of Patents and Trademarks is requested to record this notice in its records.

Dated: April 19, 2002

AMERICAN PROMOTIONAL EVENTS, INC.

By: Name:

Title:

SCHEDULE A TO

NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS FROM

AMERICAN PROMOTIONAL EVENTS, INC.

1. Patents. None

2. <u>Applications for Federal Registration of Patents</u>. None

SCHEDULE B TO

NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS FROM AMERICAN PROMOTIONAL EVENTS, INC.

1. Federal Trademark and Service Mark Registrations.

| Trademark/Service Mark | Registration No. | Registration Date |
|------------------------------|------------------|--------------------------|
| Family | 1,166,448 | 8/25/1981 |
| Freedom Fireworks | 828,103 | 5/2/1967 |
| Freedom Fireworks and Design | 1,728,583 | 10/27/1992 |
| Freedom Fireworks and Design | 2,290,951 | 11/09/1999 |
| Mad Dog | 2,250,715 | 6/8/1999 |
| Monster | 1,882,080 | 3/7/1995 |
| OK Fireworks | 2,043,091 | 3/11/1997 |
| Red Devil | 857,753 | 10/1/1968 |
| TNT | 1,486,863 | 5/3/1998 |

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| Trademark/Service Mark | Serial No. | Filing Date |
|-----------------------------------|------------|-------------|
| American Promotional Events, Inc. | 75/572,477 | 10/19/1998 |
| TNT Fireworks | 78/088,890 | 10/17/2001 |
| TNT Fireworks, Inc. | 76/090,310 | 7/17/2000 |

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RECORDED: 04/25/2002

TRADEMARK REEL: 002504 FRAME: 0344